

MORITT HOCK & HAMROFF LLP

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Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11
: Case No. 18-23538 (RDD)
SEARS HOLDINGS CORPORATION, et al., :
: (Jointly Administered)
Debtors.¹ :
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**SECOND MONTHLY FEE STATEMENT OF MORITT HOCK &
HAMROFF LLP FOR PROFESSIONAL SERVICES RENDERED AND
DISBURSEMENTS INCURRED AS SPECIAL CONFLICTS COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD OF APRIL 1, 2020 THROUGH APRIL 30, 2020**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Name of Applicant:	Moritt Hock & Hamroff LLP
Authorized to Provide Professional Services To:	The Official Committee of Unsecured Creditors of Sears Holdings Corporation
Date of Retention:	April 30, 2020 <i>nunc pro tunc</i> to January 2, 2020
Period for Which Compensation and Reimbursement Is Sought:	April 1, 2020 through April 30, 2020
Monthly Fees Incurred:	\$68,758.00
20% Holdback:	\$13,751.60
Total Compensation Less 20% Holdback:	\$55,006.40
Monthly Expenses Incurred:	\$617.77
Total Fees and Expenses Requested:	\$55,624.17

This is a X monthly interim final application

Moritt Hock & Hamroff LLP ("Moritt Hock"), special conflicts counsel for the Official Committee of Unsecured Creditors (the "Creditors' Committee") of Sears Holdings Corporation and its affiliated debtors and debtors in possession (collectively, the "Debtors"), hereby submits this statement of fees and disbursements (the "First Monthly Fee Statement") covering the period April 1, 2020 through April 30, 2020 (the "Compensation Period"), in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses and Retained Professionals* (the "Interim Compensation Order") [Docket No. 769]. By the Second Monthly Fee Statement, Moritt Hock requests (a) interim allowance and payment of compensation in the amount of \$55,006.40 (80% of \$68,758.00) for fees on account of reasonable and necessary professional services rendered to the Creditors' Committee by Moritt Hock and (b) reimbursement of actual and necessary costs and expenses in the amount of \$617.77 incurred by Moritt Hock during the Compensation Period.

**FEES FOR SERVICES RENDERED
DURING THE COMPENSATION PERIOD**

Exhibit A sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Moritt Hock professional and paraprofessional that provided services to the Creditors' Committee during the Compensation Period. The rates charged by Moritt Hock for services rendered to the Creditors' Committee are the same rates that Moritt Hock charges generally for professional services rendered to its non-bankruptcy clients.

Exhibit B sets forth a task code summary that includes the aggregate hours per task code spent by Moritt Hock professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

Exhibit C sets forth a complete itemization of tasks performed by Moritt Hock professionals and paraprofessionals that provided services to the Creditors' Committee during the Compensation Period.

**EXPENSES INCURRED
DURING THE COMPENSATION PERIOD**

Exhibit D sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Moritt Hock in connection with services rendered to the Creditor's Committee during the Compensation Period.

Exhibit E sets forth a complete itemization of disbursements incurred by Moritt Hock in connection with the services rendered to the Creditors' Committee during the Compensation Period.

NOTICE AND OBJECTION PROCEDURES

Notice of this First Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman

Estates, Illinois 60179, Attention: Moshin Y. Meghji (email: mmeghji@miiipartners.com); (ii) counsel to Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrent A. Fail (email: garrent.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) counsel to the Creditors' Committee, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attention: Ira S. Dizengoff (email: idizengoff@akingump.com), Philip C. Dublin (email: pdublin@akingump.com), and Sara L. Brauner (sbrauner@akingump.com); (iv) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 1014, Attention: Paul Schwartzberg (email: paul.schwartzberg@usdoj.gov) and Richard Morrissey (email: richard.morrissey@usdoj.gov); (v) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com), and George R. Howard (email: george.howard@skadden.com); (vi) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 (email: harnerp@ballardspahr.com); and (vii) counsel to the fee examiner, Ballard Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott (email: marriott@ballardspahr.com) and Tobey M. Daluz (email: daluzt@ballardspahr.com) (collectively, the "Notice Parties").

Objections to this Second Monthly Statement Fee, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than June 17, 2020 (the "Objection Deadline"), setting forth the nature of the objection and the amount of fees or expenses at issue (an "Objection").

If no objections to this Second Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this Second Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of the Second Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be held by the Court.

Dated: New York, New York
June 2, 2020

MORITT HOCK & HAMROFF LLP

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EXHIBIT A

Timekeeper Summary

PARTNERS	DEPARTMENT	YEAR OF BAR ADMISSION	RATE	HOURS	AMOUNT
Ted A. Berkowitz	Restructuring/ Bankruptcy	1984	\$675	11.20	7,560.00
James P. Chou	Litigation	1997 (NY) 1996 (NJ)	\$595	28.90	17,195.50
Theresa A. Driscoll	Restructuring/ Bankruptcy	2000	\$560	10.00	5,600.00
Danielle J. Marlow	Litigation	1997	\$550	34.10	18,755.00
Total Partner				84.20	49,110.50
ASSOCIATES					
Alex D. Corey	Litigation	2014	\$395	33.30	13,153.50
Total Associates				33.30	13,153.50
PARALEGAL					
Daniel Almont	Litigation	N/A	\$250	.3	75.00
Victoria Jankowski	Litigation	N/A	\$245	8.4	2,058.00
Sheila Marino- Thomas	Litigation	N/A	\$245	17.8	4,361.00
Total Paralegal				26.50	6,494.00
Total Hours/ Fees Requested				144.00	68,758.00

ALL PROFESSIONALS	BLENDED RATE (\$)	TOTAL BILLED HOURS	TOTAL COMPENSATION
Partners and Counsel	595.00	84.20	49,110.50
Associates	395.00	33.30	13,153.50
Paralegals/ Non-Legal Staff	246.66	26.50	6,494.00
Blended Timekeeper Rate	412.22		
Total Fees Incurred			68,758.00

EXHIBIT B

Task Code Summary

Task Code	Matter	Hours	Value
B110	Case Administration	5.00	2,498.50
B120	Asset Analysis and Recovery	87.20	41,335.00
B160	Fee/ Employment Applications	51.80	24,924.50
Total:		144.00	68,758.00

EXHIBIT C

Itemized Fees



MORITT HOCK & HAMROFF LLP
INVOICE - April 1, 2020 - April 30, 2020

<u>Date</u>	<u>Prof</u>	<u>Narrative</u>	<u>Task Code</u>	<u>Hours</u>
4/1/2020	SMT	Updates to subpoena service tracking chart. Review and Analysis of D.E. Shaw response and production (0.4); review of Goldman Sachs objections and drafting and sending of e-mail in response (0.6); updating of chart (0.1).	B120	0.5
4/1/2020	DJM	Review and analysis of productions by CSS and D.E. Shaw (0.4); e-mail to D. Chapman and M. Young regarding same (0.2).	B120	1.1
4/2/2020	DJM	Draft/review Application papers and circulated to Akin.	B120	0.6
4/2/2020	ADC	Draft/review Application papers and circulated to Akin.	B160	1.7
4/2/2020	JPC	Review additional productions.	B120	0.3
4/2/2020	TAD	Follow up re: status of retention papers, proposed order and fee statement.	B160	0.2
4/6/2020	ADC	Review and Analysis of case law cited by Norges in objection to subpoena. Follow up e-mails with numerous banks (Nomura, UBS, Comerica, BlackRock, Blackstone, Merrill Lynch, Citibank, Barclays, Societe Generale) regarding responses to subpoena (1.5), follow up with S. Thomas regarding service, non-responsive banks (0.5), review of draft letter to Norges Bank (0.3).	B120	0.8
4/6/2020	DJM	Follow up e-mails with numerous banks (Nomura, UBS, Comerica, BlackRock, Blackstone, Merrill Lynch, Citibank, Barclays, Societe Generale) regarding responses to subpoena (1.5), follow up with S. Thomas regarding service, non-responsive banks (0.5), review of draft letter to Norges Bank (0.3).	B120	2.3
4/6/2020	JPC	Revising letter to Norges Bank re: objection to Subpoena (2.5); e mail to D. Marlow re: same requesting comment on specific issues (0.2).	B120	2.7
4/6/2020	SMT	Added documents responsive to subpoena to file.	B120	0.4
4/6/2020	SMT	Emailed D. Marlow regarding status of select entities and service of same. Review of Morgan Stanley objections to subpoena and sending of response to same (0.5); follow up with Highland Capital regarding subpoena, lack of response (0.5); follow up with Bank of Nova Scotia regarding subpoena, lack of response (0.5); review of message from Wells Fargo and follow up (0.3).	B120	0.2
4/7/2020	DJM	Worked with J. Chou to revise Norges subpoena letter.	B120	1.8
4/7/2020	ADC	Further revising letter to Norges Bank (4.8) Review and analyze case law re: jurisdictional analysis in connection with letter in response to Norges Bank's objection so subpoena (1.5); Emails with A. Corey re: jurisdictional analysis for letter to Norges Bank (0.5); Prepare cover email to counsel for Norges Bank and circulate (0.5).	B120	0.6
4/7/2020	JPC	Review and revise Bank Norges letter regarding response to Objection to Subpoena.	B120	7.3
4/7/2020	TAB	Emailed and attached Highland Capital and The Bank of Nova Scotia for attorney review (0.2); emailed and attached Wells Fargo subpoena after attorney communication with same (0.2).	B120	0.5
4/7/2020	SMT	Draft/review subpoena to Highland Capital (0.2); draft/revised subpoena to The Bank of Nova Scotia (0.2).	B120	0.4
4/7/2020	SMT	Responded to emails regarding affidavits of service of select entities (0.3); emailed and attached copies of Jefferies LLC and Wolverine Asset Management LLC affidavits of service to D. Marlow (0.3).	B120	0.4
4/8/2020	SMT	Draft/review subpoena to Highland Capital Management for service.	B120	0.6
4/8/2020	SMT	Emailed Executive Attorney Service regarding service on Highland Capital (0.3); emailed same attaching new Highland Capital Management subpoena for service (0.2).	B120	0.5
4/8/2020	SMT	Research regarding agent for service of Highland Capital, coordinate with S. Thomas regarding service of new subpoena (0.7), follow up with Jefferies regarding subpoena, research of relevant persons to contact (0.5), follow up with Wolverine regarding subpoena (0.2); research of relevant persons to contact (0.6).	B120	0.5
4/8/2020	DJM	Research regarding agent for service of Highland Capital, coordinate with S. Thomas regarding service of new subpoena (0.7), follow up with Jefferies regarding subpoena, research of relevant persons to contact (0.5), follow up with Wolverine regarding subpoena (0.2); research of relevant persons to contact (0.6).	B120	2.0

4/8/2020	ADC	Finalized MHH application papers to be filed on April 9, 2020.	B160	0.7
4/8/2020	SMT	Added objections and affidavits of service to subpoena file.	B120	0.3
4/9/2020	ADC	Coordinated with MHH team to get papers filed on Pacer; circulated filing to Akin; worked with Prime Clerk to get papers served.	B160	1.1
4/9/2020	TAB	Final Review of retention documents.	B160	0.8
		Meet and confer with Goldman Sachs (0.5); meet and confer with Jefferies (0.5); follow up e-mails with Jefferies (0.6); e-mails with AQR Capital		
4/9/2020	DJM	(0.2); updating of chart (0.2).	B120	2.0
4/9/2020	VJ	Emails with ADC and JPC and TAB regarding finalizing papers and filing of papers.	B160	1.1
4/9/2020	VJ	E-file Application to Appoint MHH as Special Counsel.	B160	0.8
		Emailed Executive Attorney Service regarding service upon Teachers Insurance and Annuity Association of America and instructing not to serve		
4/9/2020	SMT	if not already attempted.	B120	0.2
4/9/2020	JPC	Emailing V. Jankowski, A. Corey and T. Berkowitz re: retention app filing issues (0.5); reviewing ECF filing requirements (0.5).	B160	1.0
		Correspond with V. Jankowski re: SDNY bankruptcy electronic filing rules (0.2); review local rule and procedural guidelines re: same (0.3);		
4/9/2020	TAD	correspond with Zach Lanier re: service of fee application (0.1).	B160	0.6
4/9/2020	SMT	Added affidavits of service to subpoena file.	B120	0.3
4/9/2020	TAB	Work on issue related to execution of documents under the local rules.	B160	0.3
4/10/2020	SMT	Updates to subpoena service tracking chart.	B120	0.4
4/10/2020	SMT	Emailed Executive Attorney Service regarding status of remaining subpoenas.	B120	0.2
4/13/2020	DJM	Download, review and analysis of Citibank production (1.0); coordination with S. Thomas regarding same (0.5).	B120	1.5
4/13/2020	SMT	Add documents responsive to subpoena to file.	B120	0.3
		Updates to subpoena service tracking chart; draft and revised additional subpoenas to Credit Suisse, Deutsche Bank, and Legal & General		
4/14/2020	SMT	Investment.	B120	1.6
4/14/2020	SMT	Added objections, affidavits of service, and documents responsive to subpoena to file.	B120	0.3
4/14/2020	SMT	Emailed Executive Attorney Service and attached additional subpoenas for service.	B120	0.2
		Discussed billing application procedure and reviewed sample application (0.7); worked with process server to get certificate of service (0.2);		
4/14/2020	ADC	scheduled MHH application dates (0.1).	B160	1.0
		Follow up with Equitable regarding lack of response to subpoena, research regarding relevant contact to e-mail (0.5); follow up with TIAA		
		regarding lack of response to subpoena; research regarding contact to e-mail (0.5); research regarding potential US service of Deutsche Bank,		
		Credit Suisse, Bank of Canada, other foreign entities; coordination with S. Thomas regarding same (1.2); follow up with Mizuho, BNY Mellon		
4/14/2020	DJM	(0.2), updating of chart (0.3)	B120	2.7
4/14/2020	VJ	Telephone conversation with TAD and ADC regarding MHH fee application.	B160	0.5
4/14/2020	VJ	Draft MHH fee application form.	B160	1.3
4/14/2020	VJ	Telephone conversation with TAD regarding fee application and billing.	B160	0.4
		Review bankruptcy billing issues with Alex Corey and V. Jankowski (0.3); review draft fee statement template and correspond with V. Jankowski		
4/14/2020	TAD	re: same (0.3); review and edit time records to comply with court and UST fee guidelines (0.9).	B160	1.5
4/15/2020	SMT	Added affidavits of service and documents responsive to subpoena to file.	B120	0.9
		Review and analysis of documents produced by Nomura (0.5); call with counsel for TIAA (0.4); e-mails with counsel for Equitable (0.2);		
4/15/2020	DJM	coordination with S. Thomas regarding service of additional subpoenas (0.2).	B120	1.3
4/15/2020	VJ	Review Affidavit of Service and e-file with Court.	B160	0.3
4/15/2020	SMT	Revised additional subpoenas to Credit Suisse.	B120	0.3
4/15/2020	SMT	Emailed Executive Attorney Service revised Credit Suisse subpoenas for service.	B120	0.2
		Call with counsel for AXA Equitable (0.4), drafting and sending of follow up e-mail regarding receipt of Lands End shares (0.5), e-mail to Akin		
4/16/2020	DJM	Gump regarding issues raised by AXA Equitable, review of relevant SEC rules (0.6).	B120	1.5

4/16/2020	ADC	Drafted MHH First Fee Application.	B160	3.0
4/16/2020	SMT	Added affidavits of service to subpoena file.	B120	0.2
4/16/2020	VJ	Register JPC and TAB for hearing in Sears bankruptcy.	B160	0.3
		Emailed Executive Attorney Service regarding outstanding affidavits of service and service of Credit Suisse (0.3); emailed same attaching revised		
4/16/2020	SMT	Credit Suisse subpoenas (0.1).	B120	0.4
4/16/2020	SMT	Revised Credit Suisse subpoenas.	B120	0.2
4/17/2020	SMT	Added documents responsive to subpoena to file and objections to same.	B120	0.4
		Review and analysis of objections by Jefferies (0.4); review and analysis of production by Geode Capital (0.4); call with counsel for Invesco (0.3);		
4/17/2020	DJM	updating of chart/coordination with S. Thomas (0.3); review of e-mail from FTI regarding Equitable (0.2)	B120	1.6
		Review comments to pre-bill and discuss with M. Cimmino (0.6); review SDNY and UST fee guidelines re: same (0.5); correspond with James		
4/17/2020	TAD	Chou (0.1).	B160	1.2
4/19/2020	JPC	Attention to docket re: responses to retention app (0.1); Email w/ Akin re: same (0.1).	B160	0.2
4/20/2020	SMT	Added documents responsive to subpoena to file.	B120	0.2
4/20/2020	ADC	Draft/review non-objection order request (0.4); corresponded with Akin (0.2); reviewed Norges response to letter (0.4).	B120	1.0
		Follow up with UBS, Morgan Stanley, Merrill Lynch, BlackRock, Comerica regarding subpoenas (0.6); Review of production by InvestCorp (0.4);		
4/20/2020	DJM	research regarding service of Wells Fargo, coordination with S. Thomas regarding same (0.7)	B120	1.7
4/20/2020	DJM	Review of retention application in preparation for team call.	B160	0.5
4/20/2020	VJ	Check docket for opposition and email ADC.	B160	0.2
		Review and revise certificate of no objection (0.2); review amended case management order and Local Bankruptcy Rule 9075-2 (0.4);		
4/20/2020	TAD	correspond with team re: same (0.2).	B160	0.8
4/20/2020	JPC	Review and analyze email response from Norges Bank re: subpoena; emails w/ A. Corey re: same.	B120	0.5
		Draft/review certificate of no objection and proposed order (1.5); call with Akin (0.2); call with J. Chou to discuss Norges recent objection (0.5);		
4/21/2020	ADC	researched Norway's FSIA service objection (3.0).	B120	5.2
4/21/2020	SMT	Draft/review subpoena to Wells Fargo Securities LLC for service.	B120	0.4
4/21/2020	SMT	Emailed Executive Attorney Service attaching subpoena and exhibit A for service.	B120	0.2
4/21/2020	SMT	Emails with D. Marlow regarding voicemail from Wells Fargo and new subpoena service to same.	B120	0.4
4/21/2020	SMT	Added documents responsive to subpoena to file.	B120	0.4
4/21/2020	SMT	Reviewed telephone message from Wells Fargo Summons and Subpoena Department regarding service of entity.	B120	0.1
4/21/2020	TAB	Review and analyze Bank Norges response regarding jurisdiction.	B120	0.3
4/21/2020	SMT	Emailed Executive Attorney Service regarding service on Wells Fargo and attaching new subpoena.	B120	0.3
		Review and Analysis of Blackstone production (0.5); coordination with S. Thomas regarding service of Wells Fargo (0.2); e-mails with BNY		
		Mellon regarding subpoena (0.2); team call regarding retention application (0.3); e-mails with Morgan Stanley regarding subpoena (0.1); e-mails		
4/21/2020	DJM	with Barclays regarding subpoena (0.1); e-mails with Comerica regarding subpoena (0.1).	B120	1.5
4/21/2020	JPC	Review Certificate of No Objection and comment on same (0.2); email w/ A. Corey re: revisions to Certificate of No Objection (0.1).	B160	0.3
		Participate in call with Akin team re: hearing on retention app. (0.2); t/c w/ T. Berkowitz re: hearing before Judge Drain on 4/23 re: retention		
4/21/2020	JPC	app. (0.3).	B160	0.5
4/21/2020	VJ	E-file Certificate of No Objection and send filed copy to TAD.	B160	0.4
4/21/2020	VJ	Email copies of proposed order, certificate no objection, Application and Affidavit of Service to Judge Drain.	B160	0.4
4/21/2020	JPC	Confer with A. Corey re: latest correspondence from Norges Bank and additional follow-up.	B160	0.5
4/21/2020	TAD	Call with Donna Federlein to review billing codes and tailor same for matter (0.6); correspond with Sears Team re: billing procedures (0.4).	B120	1.0

4/21/2020	TAD	Review and finalize CNO (0.3); review proposed retention order, revise for submission (0.3); review and discuss same with A. Corey (0.1); finalize for submission and correspond with V. Jankowski re: same (0.4).	B160	1.1
4/21/2020	TAB	Prepare for conference call with Akin in preparation for Court Hearing on Thursday including review of retention application and hearing procedures.	B160	0.3
4/21/2020	TAB	Participate on Conference call with Akin to discuss presentation at hearing and to anticipate Judge Drain's potential queries.	B160	0.2
4/21/2020	TAB	Participate on call with James Chou to discuss presentation and process for hearing.	B160	0.2
4/21/2020	TAB	Review and approve Certificate of No-Objection for filing.	B160	0.2
4/22/2020	DJM	Call with Morgan Stanley (0.3); e-mail to Morgan Stanley providing requested information (0.3); follow up with Goldman Sachs (0.1); research regarding potential service of Deutsche Bank (0.1); updating of chart (0.1).	B120	0.9
4/22/2020	ADC	Research & Analysis of Norges Bank FSIA subpoena service arguments (5.6); contacted vendors about service (0.4); drafted research memo (3.2); drafted talking points for oral argument on MHH application (1.2); call with J. Chou to discuss research (0.6).	B160	11.0
4/22/2020	TAB	Prepare for hearing on application to retain MHH including review of all related documents and plan provisions and review of docket.	B160	2.2
4/22/2020	SMT	Emailed Executive Attorney Service regarding service on Deutsche Bank Private Banking and Investment Banking Investment.	B120	0.2
4/22/2020	SMT	Draft/review subpoena to Deutsche Bank Private Banking and Investment Banking Investment.	B120	0.4
4/22/2020	TAD	Correspond re: hearing on retention application.	B160	0.2
4/22/2020	JPC	T/c w/ A. Corey re: research findings and analysis of Norges Bank's arguments concerning service on foreign state.	B120	0.3
4/22/2020	JPC	Review, analyze and consider research findings in A. Corey memo re: arguments raised by Norges Bank.	B120	0.5
4/22/2020	JPC	Review talking points from A. Corey for hearing on retention app.	B160	0.2
4/22/2020	JPC	Plan and prepare for team meeting on Thurs. 4/23.	B110	0.2
4/23/2020	SMT	Emailed Executive Attorney Service regarding re-service of Deutsche Bank Private Banking and Investment Banking Investment and attaching updated subpoena for service.	B120	0.3
4/23/2020	SMT	Reviewed emails from Executive Attorney Service regarding previous service to Deutsche Bank Private Banking and Investment Banking Investment and re-service of same.	B120	0.4
4/23/2020	SMT	Added affidavit of service to subpoena to file.	B120	0.3
4/23/2020	ADC	Telephone conversation with Sears team to discuss.	B110	0.5
4/23/2020	DJM	Follow up with Goldman Sachs regarding subpoena (0.1); follow up regarding service of Deutsche Bank (0.1); e-mails with counsel to Jefferies (0.1); updating of chart and circulating to counsel (0.2)	B120	0.5
4/23/2020	DJM	Weekly team call.	B110	0.5
4/23/2020	TAB	Prepare for hearing by reviewing all previously filed applications and supporting documents.	B160	1.2
4/23/2020	TAB	Review and revise 'Talking Points' for hearing prep.	B160	0.5
4/23/2020	TAB	Participate on hearing regarding retention	B160	4.0
4/23/2020	TAB	Prepare for and participate on Team weekly call to update.	B110	0.5
4/23/2020	VJ	Telephone conversation with Courtroom Clerk regarding Sears Conference.	B160	0.2
4/23/2020	VJ	Video meeting with Team.	B110	0.5
4/23/2020	JPC	Appear and attend omnibus hearing.	B160	4.0
4/23/2020	JPC	Attend and lead team meeting re: status and tasks w/ T. Berkowitz, D. Marlow, T. Driscoll, A. Corey an V. Jankowski.	B110	0.5
4/23/2020	TAD	Prepare for and attend status call with Sears team.	B110	0.5
4/23/2020	SMT	Emailed D. Marlow regarding service upon Legal & General Investment Management Limited.	B120	0.2
4/23/2020	DJM	Review of timekeeping procedures and updating of time entries to conform to required procedures.	B160	0.5

4/24/2020	DJM	Review and analysis regarding potential claims (1.8); review of production by Sculptor (0.5); call with D. Chapman and M. Young of Akin Gump and J. Chou regarding status; next steps (0.4); research regarding potential service of HSBC, e-mail with S. Thomas regarding same (0.3); follow up with TIAA (0.1); updating of status chart (0.1).	B120	3.2
4/24/2020	SMT	Draft/review subpoena to HSBC Global Asset Management UK Ltd. for service.	B120	0.4
4/24/2020	JPC	T/c w/ D. Marlow in preparation for call with main counsel.	B120	0.2
4/24/2020	JPC	Conference call w/ Akin team re: status of subpoenas, productions, and next steps.	B120	0.3
4/24/2020	TAD	Review billing reports and schedules for first combined monthly fee statement (0.8); review Akin email re: same (0.2).	B160	1.0
4/24/2020	TAD	Correspond with Michelle Cimmino and V Jankowski re: time sheets and fee statement.	B160	0.5
4/24/2020	VJ	Revise monthly fee statement and add time entries and disbursements and forward to TAD.	B160	1.5
4/27/2020	SMT	Added affidavit of service to subpoena to file.	B120	0.3
4/27/2020	SMT	Emailed Executive Attorney Service attaching subpoena and exhibit A for service. Call with counsel to Barclays (0.4); call with counsel to Jefferies, follow up e-mail (0.5); follow up with UBS (0.1); follow up with Wolverine (0.1); updating of chart (0.1).	B120	0.2
4/27/2020	DJM	Separated PDF file of affidavits of service from Executive Attorney Service (0.3); filed same in case file (0.2).	B120	1.2
4/27/2020	SMT	Research & Analysis of Norges latest objection to subpoena (2.5); drafted email to J. Chou regarding findings (0.8).	B120	0.5
4/27/2020	ADC	Research & Analysis of Norges latest objection to subpoena (2.5); drafted email to J. Chou regarding findings (0.8).	B120	3.3
4/27/2020	JPC	Review and analyze A. Corey's additional research findings re: FSIA immunity and subpoenas.	B120	0.6
4/27/2020	JPC	Review and analyze case law re: FSIA and service from A. Corey.	B120	0.9
4/27/2020	JPC	Emails w/ A. Corey re: analysis.	B120	0.1
4/28/2020	ADC	Research & Analysis of case law to rebut Norges latest subpoena objection (2.0); drafted email to J. Chou discussing findings (1.1). Separated PDF file of affidavits of service from Executive Attorney Service (1.0); filed same in case file (0.2); added responsive production document to the file (0.9).	B120	3.1
4/28/2020	SMT	Review and analysis of production by Sculptor, coordination of saving same to the system (0.8); e-mailing with Akin Gump and counsel for Equitable regarding subpoena (0.4); coordination with Akin Gump regarding productions by subpoena parties (0.8); coordination with S. Thomas regarding service issues (0.2); updating of chart (0.1).	B120	2.1
4/28/2020	DJM	Telephone conversation with TAD regarding status of Retention Order and Fee Application.	B120	2.3
4/28/2020	VJ	Further analysis of case law (1.2); perform follow-up analysis of service issues (1.1); emails w/ A. Corey re: same (0.6); review productions from subpoenaed parties (0.6).	B160	0.2
4/28/2020	JPC	Assist in converting .csv file for production.	B120	3.5
4/28/2020	DCA	Follow up with Societe Generale, e-mails with same (0.2); follow up with Comerica (0.1); follow up with Merrill Lynch (0.1); review of response and production by TIAA (0.5); updating of chart (0.1); e-mails with Akin Gump regarding analysis of information produced by subpoena respondents (0.3); time entry (0.2).	B120	0.3
4/29/2020	DJM	Added responsive production document to the file.	B120	1.5
4/29/2020	JPC	Attention to production.	B120	0.3
4/29/2020	JPC	Further analysis of foreign state service and possible exceptions.	B120	0.5
4/30/2020	DJM	Review of template for shareholder data from Akin Gump (0.4); e-mails regarding same (0.5).	B120	1.0
4/30/2020	ADC	Telephone conversation with Sears team to discuss latest case developments.	B110	0.9
4/30/2020	JPC	Weekly team meeting.	B110	0.3
4/30/2020	JPC	Review and respond to email from D. Marlow re: maintaining information produced by subpoenaed parties.	B120	0.3
4/30/2020	JPC	Further review case law.	B120	0.1
4/30/2020	JPC	Further review of information relevant to Norges Bank.	B120	1.0
4/30/2020	JPC	Review additional production materials.	B120	0.4
4/30/2020	VJ	Webex with team for update on status of matter.	B110	0.3

4/30/2020	SMT	Added responsive production document to the file.	B120	0.3
4/30/2020	TAD	Status call with J. Chou, D. Marlow and T. Berkowitz.	B110	0.4
4/30/2020	TAD	Draft/revise monthly fee statement.	B160	1.0
4/30/2020	DJM	Weekly team meeting and preparation for same.	B110	0.5
			TOTAL:	144.0

EXHIBIT D

Disbursement Summary

Disbursement Activity	Amount
Duplication – In House	\$21.80
Working Meals	\$19.49
Local Transportation	\$41.31
Postage/ Overnight Mail Charges	\$20.17
Outside Vendor – Process Server	\$515.00
Total:	\$617.77

EXHIBIT E

Itemized Disbursements

DATE	DESCRIPTION	VALUE
4/3/20	JPC, Working Meal, 3/11/2020	\$19.49
4/9/20	Executive Attorney Service Inc., Inv # 55105, Notary Fee and Service of Subpoena to Produce Documents etc upon Wells Fargo & CO Private Banking at Sacramento, CA on 4/2/2020	\$165.00
4/13/20	Federal Express Corp., Inv # 6-984-18999, dated 4/13/20, delivered: 4/10/20. Sender: JPC/ Recipient: Ms. Beata Gocyk-Farber, Esq., NY, NY	\$20.17
4/16/20	Executive Attorney Service Inc., Inv # 55147, Service of Subpoena to Produce Documents etc upon Highland Capital Management LP at Dallas, TX on 4/15/2020	\$150.00
4/27/20	Copies	\$21.80
4/28/20	Executive Attorney Service Inc., Inv # 55214, Service of Subpoena to Produce Documents etc upon Wells Fargo Securities LLC at Albany, NY on 4/24/2020 (multiple attempts)	\$200.00
4/30/20	Uber JPC, 3/5; 3/17/20	\$41.31
	Total	\$617.77